



BellSouth Telecommunications, Inc. 615 214-6301  
Suite 2101 Fax 615 214-7406  
333 Commerce Street  
Nashville, Tennessee 37201-3300

Guy M. Hicks  
General Counsel

February 15, 2000

EXECUTIVE SECRETARY

VIA HAND DELIVERY

David Waddell, Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37238

Re: *Application of Memphis Networx, LLC for a Certificate of Public Convenience and Necessity to Provide Intrastate Telecommunication Services and Joint Petition of Memphis Light, Gas & Water Division, a Division of the City of Memphis, Tennessee and A&L Networks-Tennessee for approval for Agreement Between MLGW and A&L regarding Joint Ownership of Memphis Networx, LLC*  
Docket No. 99-00909

Dear Mr. Waddell:

Enclosed are the original and thirteen copies of BellSouth Telecommunications, Inc.'s Petition for Leave to Intervene. Copies of the enclosed are being provided to counsel of record for all parties.

Very truly yours,

Guy M. Hicks

GMH:ch  
Enclosure

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BEFORE THE TENNESSEE REGULATORY AUTHORITY

Nashville, Tennessee

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IN RE: *Application of Memphis Networx, LLC for a Certificate of Public Convenience and Necessity to Provide Intrastate Telecommunication Services and Joint Petition of Memphis Light, Gas & Water Division, a Division of the City of Memphis, Tennessee and A&L Networks-Tennessee for approval for Agreement Between MLGW and A&L regarding Joint Ownership of Memphis Networx, LLC*

Docket No. 99-00909

PETITION OF BELLSOUTH TELECOMMUNICATIONS, INC.  
FOR LEAVE TO INTERVENE

BellSouth Telecommunications, Inc., pursuant to T.C.A. §4-5-310 and T.C.A. §65-2-107, petitions the Tennessee Regulatory Authority (the "Authority") for leave to intervene in the above-captioned proceeding, and in support thereof states as follows:

1. Petitioner, a Georgia Corporation authorized to conduct and conducting a public utility business in the state of Tennessee, is engaged in furnishing exchange telephone service and intrastate (long distance) intraLATA telephone service in the state of Tennessee subject to the jurisdiction of the Authority and pursuant to T.C.A. §65-4-101 and T.C.A. §65-5-201, *et seq.*

2. State law permits municipal applicants to provide certain telecommunications services subject to certain competitive safeguards. Memphis Networx, LLC ("Memphis Networx"), Memphis Light, Gas & Water Division ("MLGW"), a Division of the City of Memphis, and A&L Networks-Tennessee, LLC ("A&L") seek approval of an operational agreement and a certificate to provide intrastate telecommunications services on behalf of Memphis Networx in direct competition with the Petitioner. The Petitioner has a direct and substantial interest in the furtherance of fair competition and the manner in which applicants such

as Memphis Networx propose to comply with the competitive safeguards and other requirements set forth in this legislation codified principally at T.C.A. §7-52-401, *et seq.*

3. Petitioner's legal interests may be determined in the proceedings and Petitioner's interests will not be adequately represented unless the Authority allows the Petitioner to intervene.

4. Allowing Petitioner to intervene will not impair the interests of justice or the orderly and prompt conduct of these proceedings.

5. Petitioner respectfully requests that it be granted leave to intervene and participate as a party in the above-captioned proceeding.

WHEREFORE, Petitioner prays:

1. That it be permitted to intervene in this proceeding and participate as a party.
2. That Petitioner have such other and further relief to which it may be entitled.

Respectfully submitted,

  
BELLSOUTH TELECOMMUNICATIONS, INC.

Guy M. Hicks

Patrick W. Turner

333 Commerce Street, Suite 2101

Nashville, Tennessee 37201-3300

(615) 214-6301

## CERTIFICATE OF SERVICE

I hereby certify that on February 15, 2000, a copy of the foregoing document was served on the parties of record, via the method indicated:

- ☒ Hand
- ☐ Mail
- ☐ Facsimile
- ☐ Overnight

Richard Collier, Esquire  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0500

- ☐ Hand
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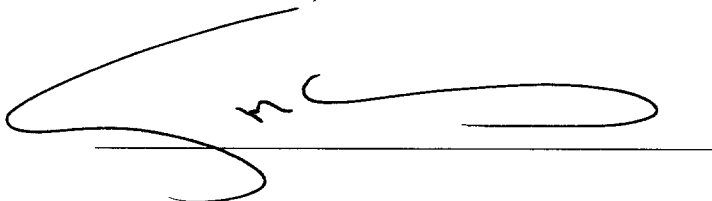
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Boult, Cummings, et al.  
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A handwritten signature in black ink, consisting of a large, stylized 'H' followed by a horizontal line and a small flourish.